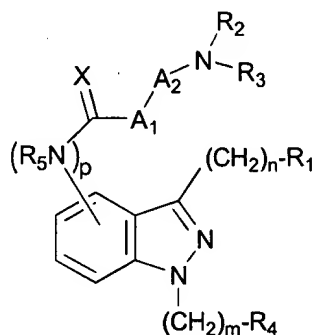


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (Currently Amended) A compound of the following formula (I):



(I)

wherein:

$A_1$  and  $A_2$  are each independently a D- or L-amino acid selected from the group consisting of alanine,  $\beta$ -alanine, arginine, homoarginine, cyclohexylalanine, citrulline, cysteine (optionally substituted with  $C_1$ - $C_4$  alkyl, aryl, or  $arC_1$ - $C_4$  alkyl), 2,4-diaminobutyric acid (optionally substituted with acyl,  $C_1$ - $C_4$  alkyl, aroyl, amidino, or  $MeC(NH)-$ ), 2,3-diaminopropionic acid (optionally substituted with acyl,  $C_1$ - $C_4$  alkyl, aroyl, amidino, or  $MeC(NH)-$ ), glutamine, glycine, indanylglycine, lysine (optionally substituted with acyl,  $C_1$ - $C_4$  alkyl, aroyl,  $MeC(NH)-$ ), valine, methionine, proline, serine (optionally substituted with  $C_1$ - $C_4$  alkyl, aryl, or  $arC_1$ - $C_4$  alkyl), homoserine (optionally substituted with  $C_1$ - $C_4$  alkyl, aryl, or  $arC_1$ - $C_4$  alkyl), tetrahydroisoquinoline-3-COOH, threonine (optionally substituted with  $C_1$ - $C_4$  alkyl, aryl, or  $arC_1$ - $C_4$  alkyl), ornithine (optionally substituted with acyl,  $C_1$ - $C_4$  alkyl, aroyl,  $MeC(NH)-$ ), and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, heteroarylalanine, naphthylalanine, homophenylalanine, histidine, tryptophan, tyrosine, arylglycine, heteroarylglycine, aryl- $\beta$ -alanine, and heteroaryl- $\beta$ -alanine wherein the substituents on the aromatic amino acid are independently selected from ~~one or more~~ the group consisting of halogen,  $C_1$ - $C_4$  alkyl,  $C_1$ - $C_4$  alkoxy, hydroxy,  $C_1$ - $C_4$  alkoxycarbonyl, amino, amidino, guanidino, fluorinated  $C_1$ - $C_4$  alkyl, fluorinated  $C_1$ - $C_4$

alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

R<sub>1</sub> is selected from the group consisting of amino, C<sub>1</sub>-C<sub>8</sub> alkylamino, C<sub>1</sub>-C<sub>8</sub> dialkylamino, arylamino, arC<sub>1</sub>-C<sub>8</sub> alkylamino, C<sub>3</sub>-C<sub>8</sub> cycloalkylamino, heteroalkylC<sub>1</sub>-C<sub>8</sub> alkylamino, heteroalkylC<sub>1</sub>-C<sub>8</sub> alkyl-N-methylamino, C<sub>1</sub>-C<sub>8</sub> dialkylaminoC<sub>1</sub>-C<sub>8</sub> alkylamino, -N(C<sub>1</sub>-C<sub>8</sub>alkyl)-C<sub>1</sub>-C<sub>8</sub> alkyl-N(C<sub>1</sub>-C<sub>8</sub>alkyl)<sub>2</sub>, N(C<sub>1</sub>-C<sub>8</sub>alkyl)(C<sub>1</sub>-C<sub>8</sub>alkenyl), -N(C<sub>1</sub>-C<sub>8</sub>alkyl)(C<sub>3</sub>-C<sub>8</sub>cycloalkyl), heteroalkyl ~~or~~ and substituted heteroalkyl wherein the substituent on the heteroalkyl is selected from the group consisting of oxo, amino, C<sub>1</sub>-C<sub>8</sub> alkoxyC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkylamino ~~or~~ and C<sub>1</sub>-C<sub>8</sub> dialkylamino;

R<sub>2</sub> and R<sub>3</sub> are each independently selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkylC<sub>1</sub>-C<sub>8</sub> alkyl, aryl, heteroalkyl, substituted heteroalkyl (wherein the substituent on the heteroalkyl is one or more substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, C<sub>1</sub>-C<sub>8</sub> alkyl, ~~or~~ and C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl), heteroalkylC<sub>1</sub>-C<sub>8</sub> alkyl, indanyl, acetamidinoC<sub>1</sub>-C<sub>8</sub> alkyl, aminoC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkylaminoC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> dialkylaminoC<sub>1</sub>-C<sub>8</sub> alkyl, unsubstituted or substituted heteroarylC<sub>1</sub>-C<sub>8</sub> alkyl and ~~or~~ unsubstituted or substituted arC<sub>1</sub>-C<sub>8</sub> alkyl, wherein the substituent on the aralkyl or heteroarylalkyl group is one or more substituents independently selected from the group consisting of halogen, nitro, amino, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, hydroxy, cyano, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, hydroxyC<sub>1</sub>-C<sub>8</sub> alkyl ~~or~~ and aminosulfonyl; or

R<sub>2</sub> and R<sub>3</sub>, together with the nitrogen to which they are attached, alternatively form an unsubstituted or substituted heteroalkyl group selected from the group consisting of piperidinyl, piperazinyl, morpholinyl ~~or~~ and pyrrolidinyl, wherein the substituent is one or more substituents independently selected from the group consisting of C<sub>1</sub>-C<sub>8</sub> alkyl C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl ~~or~~ and C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl;

R<sub>4</sub> is selected from the group consisting of unsubstituted or substituted aryl, arC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, ~~or~~ and heteroaryl, where the substituents on the aryl, arC<sub>1</sub>-C<sub>8</sub> alkyl, cycloalkyl or heteroaryl group are independently selected from the group consisting of one or more of halogen, nitro, amino, cyano, hydroxyalkyl, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, and C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl;

R<sub>5</sub> is selected from the group consisting of hydrogen ~~or~~ and C<sub>1</sub>-C<sub>8</sub> alkyl;

X is selected from the group consisting of oxygen ~~or~~ and sulfur;

m is an integer selected from the group consisting of 0, 1, 2 ~~or~~ and 3;

n is an integer selected from the group consisting of 1 ~~or~~ and 2; and

p is an integer selected from the group consisting of 0 ~~or~~ and 1;

and pharmaceutically acceptable salts thereof.

2. (Currently Amended) The compound of Claim 1, wherein:

A<sub>1</sub> and A<sub>2</sub> are each independently an L-amino acid selected from the group consisting of alanine,  $\beta$ -alanine, arginine, homoarginine, cyclohexylalanine, citrulline, cysteine (optionally substituted with C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, or arC<sub>1</sub>-C<sub>4</sub> alkyl), 2,4-diaminobutyric acid (optionally substituted with acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, or MeC(NH)-), 2,3-diaminopropionic acid (optionally substituted with acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, or MeC(NH)-), glutamine, glycine, indanylglycine, lysine (optionally substituted with acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, MeC(NH)-), valine, methionine, proline, serine (optionally substituted with C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, or arC<sub>1</sub>-C<sub>4</sub> alkyl), homoserine (optionally substituted with C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, or arC<sub>1</sub>-C<sub>4</sub> alkyl), tetrahydroisoquinoline-3-COOH, threonine (optionally substituted with C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, or arC<sub>1</sub>-C<sub>4</sub> alkyl), ornithine (optionally substituted with acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, MeC(NH)-), and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, heteroarylalanine, naphthylalanine, homophenylalanine, histidine, tryptophan, tyrosine, arylglycine, heteroarylglycine, aryl- $\beta$ -alanine, and heteroaryl- $\beta$ -alanine wherein the substituents on the aromatic amino acid are independently selected from the group consisting ~~one or more~~ of halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxycarbonyl, amino, amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

R<sub>1</sub> is selected from the group consisting of amino, C<sub>1</sub>-C<sub>6</sub> alkylamino, C<sub>1</sub>-C<sub>6</sub> dialkylamino, arylamino, arC<sub>1</sub>-C<sub>6</sub> alkylamino, heteroalkylC<sub>1</sub>-C<sub>6</sub> alkylamino, -N(C<sub>1</sub>-C<sub>6</sub>alkyl)-C<sub>1</sub>-C<sub>6</sub> alkyl-N(C<sub>1</sub>-C<sub>6</sub>alkyl)<sub>2</sub>, heteroalkyl ~~or~~ and substituted heteroalkyl wherein the substituent on the heteroalkyl is selected from the group consisting of oxo, amino, C<sub>1</sub>-C<sub>6</sub>alkoxyC<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkylamino ~~or~~ and C<sub>1</sub>-C<sub>6</sub> dialkylamino;

R<sub>2</sub> is selected from the group consisting of hydrogen or and C<sub>1</sub>-C<sub>6</sub> alkyl;

R<sub>3</sub> is selected from the group consisting of C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>3</sub>-C<sub>6</sub> cycloalkyl, C<sub>3</sub>-C<sub>6</sub>cycloalkylC<sub>1</sub>-C<sub>6</sub>alkyl, aryl, heteroarylC<sub>1</sub>-C<sub>6</sub> alkyl, and substituted heteroarylC<sub>1</sub>-C<sub>6</sub>alkyl wherein the substituent is selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, heteroalkyl, heteroalkylC<sub>1</sub>-C<sub>6</sub> alkyl, indanyl, acetamidinoC<sub>1</sub>-C<sub>6</sub> alkyl, aminoC<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub>alkylaminoC<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> dialkylaminoC<sub>1</sub>-C<sub>6</sub> alkyl, arC<sub>1</sub>-C<sub>8</sub>alkyl, and substituted arC<sub>1</sub>-C<sub>8</sub> alkyl (wherein the substituent on the aralkyl group is one to five substituents independently selected from the group consisting of halogen, nitro, amino, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, C<sub>1</sub>-C<sub>6</sub> alkoxycarbonyl, hydroxyalkyl or and aminosulfonyl);

R<sub>2</sub> and R<sub>3</sub>, together with the nitrogen to which they are attached, alternatively form an unsubstituted or substituted heteroalkyl group selected from the group consisting of piperidinyl, piperazinyl or and pyrrolidinyl, wherein the substituent is independently one or two substituents selected from C<sub>1</sub>-C<sub>6</sub> alkyl;

R<sub>4</sub> is selected from the group consisting of unsubstituted or substituted aryl, arC<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>3</sub>-C<sub>6</sub>cycloalkyl or and heteroaryl, where the substituents on the aryl, aralkyl, cycloalkyl or heteroaryl group are independently selected from one to three substituents selected from the group consisting of halogen, cyano, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub>alkoxycarbonyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy or and C<sub>1</sub>-C<sub>4</sub>alkylsulfonyl;

R<sub>5</sub> is hydrogen;

X is oxygen; and

p is 1;

and pharmaceutically acceptable salts thereof.

3. (Currently Amended) The compound of Claim 2, wherein:

A<sub>1</sub> is an L-amino acid selected from the group consisting of alanine, arginine, cyclohexylalanine, glycine, proline, tetrahydroisoquinoline-3-COOH, and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, naphthylalanine, homophenylalanine, and O-methyl tyrosine, wherein the substituents on the aromatic amino acid are independently one to five substituents selected from the group consisting of halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxycarbonyl, amino,

amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

A<sub>2</sub> is an L-amino acid selected from the group consisting of alanine,  $\beta$ -alanine, arginine, citrulline, cysteine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), 2,4-diaminobutyric acid (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), 2,3- diaminopropionic acid (optionally substituted with a group selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), glutamine, glycine, lysine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), valine, methionine, serine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), homoserine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), threonine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), ornithine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, heteroarylalanine, and histidine, wherein the substituents of the aromatic amino acid are independently one to five substituents selected from the group consisting of halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxy carbonyl, amino, amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

R<sub>2</sub> is selected from the group consisting of hydrogen ~~or~~ and C<sub>1</sub>-C<sub>4</sub> alkyl; and

m and n are both 1;

and pharmaceutically acceptable salts thereof.

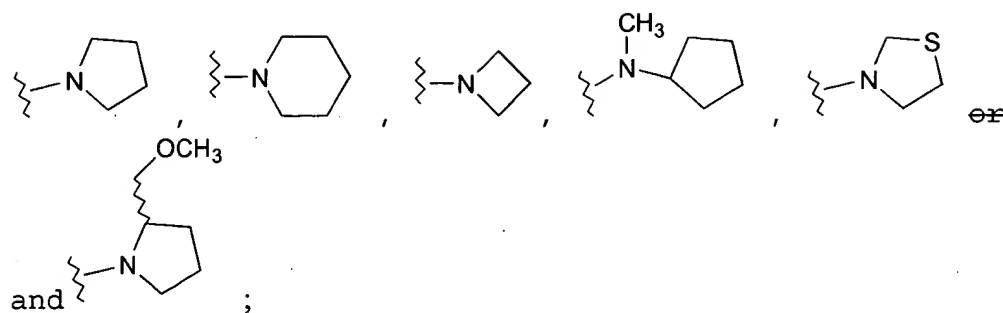
4. (Currently Amended) The compound of Claim 3, wherein:

A<sub>1</sub> is an L-amino acid selected from the group consisting of alanine, arginine, cyclohexylalanine, proline, tetrahydroisoquinoline-3-COOH, and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine,

naphthylalanine, homophenylalanine, and O-methyl tyrosine, wherein the substituents on the aromatic amino acid are independently one to two substituents selected from halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxycarbonyl, amino, amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, or nitro;

A<sub>2</sub> is an L-amino acid selected from the group consisting of alanine,  $\beta$ -alanine, arginine, citrulline, cysteine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), 2,4-diaminobutyric acid (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), 2,3-diaminopropionic acid (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), glutamine, glycine, lysine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), valine, methionine, serine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), homoserine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), threonine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), ornithine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, heteroarylalanine, and histidine, wherein the substituents on the aromatic amino acid are independently one to two substituents selected from the group consisting of halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxycarbonyl, amino, amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

R<sub>1</sub> is selected from the group consisting of diethylamino, di-(*n*-propyl)amino,



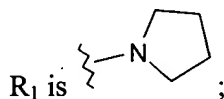
$R_2$  is selected from the group consisting of hydrogen, methyl or and ethyl;

$R_3$  is selected from the group consisting of 2-indanyl, phenyl, cyclohexylmethyl, cyclopentyl, pyridylmethyl, furanylmethyl, 2-(4-methyl-furanyl)methyl, thienylmethyl, diphenylmethyl, 4-imidazolylethyl, 2-(4-N-methyl)imidazolylethyl, *n*-octyl, phenyl-*n*-propyl, aminoethyl, aminopropyl, amino-*n*-pentyl, dimethylaminoethyl, 4-aminophenylsulfonylaminoethyl, acetamidineylethyl, 2-N-pyrrolidinylethyl, N-ethoxycarbonylpiperidinyl, unsubstituted or substituted phenylethyl and unsubstituted or substituted benzyl wherein the substituents on the phenylethyl or benzyl are independently one or two substituents selected from the group consisting of methyl, fluorine, chlorine, nitro, methoxy, methoxycarbonyl or and hydroxymethyl; or

$R_2$  and  $R_3$ , together with the nitrogen to which they are attached, alternatively form a heteroalkyl group selected from the group consisting of piperidinyl, or and 4-(N-methyl)piperazinyl; and

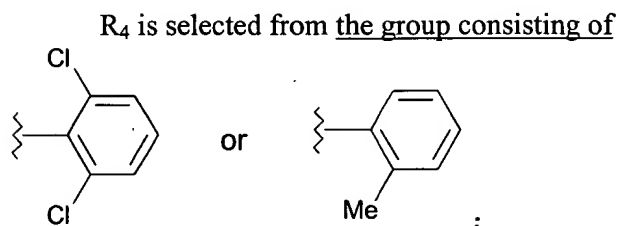
$R_4$  is selected from the group consisting of cyclohexyl, 2-naphthyl, phenylethyl, 4-fluorophenylethyl or and unsubstituted or substituted phenyl, where the substituents on the phenyl are independently selected from one to two substituents selected from the group consisting of fluorine, chlorine, iodine, methyl, cyano or and trifluoromethyl; and pharmaceutically acceptable salts thereof.

5. (Original) The compound of Claim 4, wherein:



and pharmaceutically acceptable salts thereof.

6. (Currently Amended) The compound of Claim 5, wherein:



and pharmaceutically acceptable salts thereof.

7. (Currently Amended) The compound of Claim 6, wherein:

A<sub>1</sub> is selected from the group consisting of 3,4-Difluorophenylalanine ~~or~~ and 4-Chlorophenylalanine;

A<sub>2</sub> is selected from the group consisting of 2,4-Diaminobutyric acid ~~or~~ and 4-Pyridylalanine;

R<sub>2</sub> is hydrogen; and

R<sub>3</sub> is selected from the group consisting of benzyl ~~or~~ and 2-aminoethyl;

and pharmaceutically acceptable salts thereof.

8. (Original) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Claim 1.

9. (Original) A pharmaceutical composition made by mixing a compound of Claim 1 and a pharmaceutically acceptable carrier.

10. (Original) A process for making a pharmaceutical composition comprising mixing a compound of Claim 1 and a pharmaceutically acceptable carrier.

11. (Withdrawn) A method of treating a condition selected from the group consisting of thrombosis, restenosis, hypertension, heart failure, arrhythmia, myocardial infarction,



glomerulonephritis, reocclusion following thrombolytic therapy, reocclusion following angioplasty, inflammation, angina, stroke, atherosclerosis, ischemic conditions, a vaso-occlusive disorder, neurodegenerative disorders, Angiogenesis related disorders and cancer in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the compound of Claim 1.

12. (Withdrawn) The method of Claim 11, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.

13. (Withdrawn) A method of treating a condition selected from the group consisting of thrombosis, restenosis, hypertension, heart failure, arrhythmia, myocardial infarction, glomerulonephritis, reocclusion following thrombolytic therapy, reocclusion following angioplasty, inflammation, angina, stroke, atherosclerosis, ischemic conditions, a vaso-occlusive disorder, neurodegenerative disorders, Angiogenesis related disorders and cancer in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the composition of Claim 8.

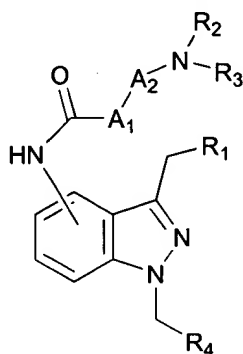
14. (Withdrawn) The method of Claim 13, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.

15. (Withdrawn) A method of inhibiting platelet aggregation in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the compound of Claim 1.

16. (Withdrawn) The method of Claim 15, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.

17. (Withdrawn) A method of inhibiting platelet aggregation in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the composition of Claim 8.

18. (Withdrawn) The method of Claim 17, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.
19. (Original) A method of treating a condition mediated by thrombin receptor (PAR-1) in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the compound of Claim 1.
20. (Original) The method of Claim 19, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.
21. (Original) A method of treating a condition mediated by thrombin receptor (PAR-1) in a subject in need thereof comprising administering to the subject a therapeutically effective amount of the composition of Claim 8.
22. (Original) The method of Claim 21, wherein the therapeutically effective amount of the compound is from about 0.1 mg/kg/day to about 300 mg/kg/day.
23. (Currently Amended) A process for preparing a compound of the formula (II):



(II)

wherein:

A<sub>1</sub> and A<sub>2</sub> are each independently a D- or L-amino acid selected from the group consisting of alanine,  $\beta$ -alanine, arginine, homoarginine, cyclohexylalanine, citrulline, cysteine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub>

alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), 2,4-diaminobutyric acid (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), 2,3-diaminopropionic acid (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, amidino, ~~or~~ and MeC(NH)-), glutamine, glycine, indanylglycine, lysine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), valine, methionine, proline, serine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), homoserine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), tetrahydroisoquinoline-3-COOH, threonine (optionally substituted with a substituent selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl, aryl, ~~or~~ and arC<sub>1</sub>-C<sub>4</sub> alkyl), ornithine (optionally substituted with a substituent selected from the group consisting of acyl, C<sub>1</sub>-C<sub>4</sub> alkyl, aroyl, and MeC(NH)-), and an unsubstituted or substituted aromatic amino acid selected from the group consisting of phenylalanine, heteroarylalanine, naphthylalanine, homophenylalanine, histidine, tryptophan, tyrosine, arylglycine, heteroarylglycine, aryl-β-alanine, and heteroaryl-β-alanine wherein the substituents on the aromatic amino acid are independently selected from ~~one or more~~ the group consisting of halogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkoxycarbonyl, amino, amidino, guanidino, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, cyano, aryl, heteroaryl, arC<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, alkynyl, ~~or~~ and nitro;

R<sub>1</sub> is selected from the group consisting amino, C<sub>1</sub>-C<sub>8</sub> alkylamino, C<sub>1</sub>-C<sub>8</sub> dialkylamino, arylamino, arC<sub>1</sub>-C<sub>8</sub> alkylamino, C<sub>3</sub>-C<sub>8</sub> cycloalkylamino, heteroalkylC<sub>1</sub>-C<sub>8</sub> alkylamino, heteroalkylC<sub>1</sub>-C<sub>8</sub> alkyl-N-methylamino, C<sub>1</sub>-C<sub>8</sub> dialkylaminoC<sub>1</sub>-C<sub>8</sub> alkylamino, -N(C<sub>1</sub>-C<sub>8</sub>alkyl)-C<sub>1</sub>-C<sub>8</sub> alkyl-N(C<sub>1</sub>-C<sub>8</sub>alkyl)<sub>2</sub>, N(C<sub>1</sub>-C<sub>8</sub>alkyl)(C<sub>1</sub>-C<sub>8</sub>alkenyl), -N(C<sub>1</sub>-C<sub>8</sub>alkyl)(C<sub>3</sub>-C<sub>8</sub>cycloalkyl), heteroalkyl ~~or~~ and substituted heteroalkyl wherein the substituent on the heteroalkyl is selected from the group consisting oxo, amino, C<sub>1</sub>-C<sub>8</sub> alkoxyC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkylamino ~~or~~ and C<sub>1</sub>-C<sub>8</sub> dialkylamino;

R<sub>2</sub> and R<sub>3</sub> are each independently selected from the group consisting hydrogen, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkylC<sub>1</sub>-C<sub>8</sub> alkyl, aryl, heteroalkyl, substituted heteroalkyl (wherein the substituent on the heteroalkyl is one or more substituents independently selected from the group consisting C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, C<sub>1</sub>-C<sub>8</sub> alkyl, ~~or~~ and

C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl), heteroalkylC<sub>1</sub>-C<sub>8</sub> alkyl, indanyl, acetamidinoC<sub>1</sub>-C<sub>8</sub> alkyl, aminoC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkylaminoC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> dialkylaminoC<sub>1</sub>-C<sub>8</sub> alkyl, unsubstituted or substituted heteroarylC<sub>1</sub>-C<sub>8</sub> alkyl ~~or~~ and unsubstituted or substituted arC<sub>1</sub>-C<sub>8</sub> alkyl, wherein the substituent on the aralkyl or heteroarylalkyl group is one or more substituents independently selected from the group consisting halogen, nitro, amino, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, hydroxy, cyano, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, hydroxyC<sub>1</sub>-C<sub>8</sub> alkyl ~~or~~ and aminosulfonyl; or

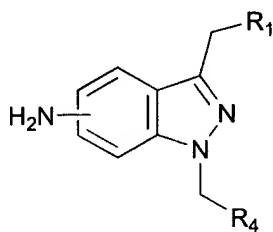
R<sub>2</sub> and R<sub>3</sub>, together with the nitrogen to which they are attached, alternatively form an unsubstituted or substituted heteroalkyl group selected from the group consisting piperidinyl, piperazinyl, morpholinyl ~~or~~ and pyrrolidinyl, wherein the substituent is one or more substituents independently selected from the group consisting C<sub>1</sub>-C<sub>8</sub> alkyl C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl ~~or~~ and C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl;

R<sub>4</sub> is selected from the group consisting unsubstituted or substituted aryl, arC<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, ~~or~~ and heteroaryl, where the substituents on the aryl, arC<sub>1</sub>-C<sub>8</sub> alkyl, cycloalkyl or heteroaryl group are independently selected from ~~one or more~~ the group consisting of halogen, nitro, amino, cyano, hydroxyalkyl, C<sub>1</sub>-C<sub>8</sub> alkyl, C<sub>1</sub>-C<sub>8</sub> alkoxy, hydroxy, C<sub>1</sub>-C<sub>4</sub> alkylcarbonyl, C<sub>1</sub>-C<sub>8</sub> alkoxycarbonyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkyl, fluorinated C<sub>1</sub>-C<sub>4</sub> alkoxy, and C<sub>1</sub>-C<sub>4</sub> alkylsulfonyl;

comprising reacting a compound of the formula **AAG6**:

H-A<sub>1</sub>-A<sub>2</sub>-NR<sub>2</sub>R<sub>3</sub>,

with a compound of the formula **AAG4**:



in the presence of a phosgene equivalent to form the compound of formula (II).